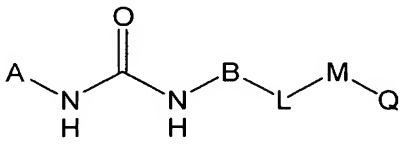
This listing of claims will replace all prior versions, and listings, of claims in the application:

Listing of Claims:

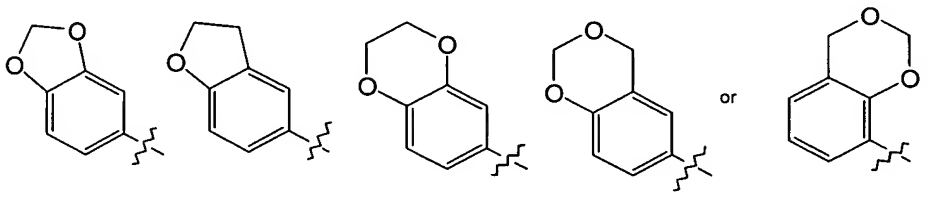
1) **(Currently Amended)** A compound of formula (I)



I

or a pharmaceutically acceptable salt, ~~prodrug~~ or metabolite thereof, wherein

A is phenyl, naphthyl, mono- or bi-cyclic heteroaryl, or a group of the formula



;

optionally substituted with 1-4 substituents which are independently R^1, OR^1, $S(O)_pR^1$, $C(O)R^1$, $C(O)OR^1$, $C(O)NR^1R^2$, halogen, hydroxy, amino, cyano, or nitro;

B is phenyl, naphthyl, or pyridyl, optionally substituted with 1-4 substituents which are independently C_1-C_5 linear or branched alkyl, C_1-C_5 linear or branched haloalkyl, C_1-C_3 alkoxy, hydroxy, amino, C_1-C_3 alkylamino, C_1-C_6 dialkylamino, halogen, cyano, or nitro;

L is

(a) $-(CH_2)_m-O-(CH_2)_l-$,

(b) $-(CH_2)_m-(CH_2)_l-$,

(c) $-(CH_2)_m-C(O)-(CH_2)_l-$,

(d) $-(CH_2)_m-NR^3-(CH_2)_l-$,

(e) $-(CH_2)_m- NR^3C(O)-(CH_2)_l-$,

(f) $-(CH_2)_m-S-(CH_2)_l-$,

(g) $-(CH_2)_m-C(O)NR^3-(CH_2)_l-$, or

(h) a single bond;

m and l are integers independently selected from 0-4;

M is a pyridine ring, optionally substituted with 1-3 substituents which are independently C_1-C_5 linear or branched alkyl, C_1-C_5 linear or branched haloalkyl, C_1-C_3 alkoxy, hydroxy, amino, C_1-C_3 alkylamino, C_1-C_6 dialkylamino, halogen, or nitro;

Q is:

(1) $C(S)NR^4R^5$;

(2) $C(O)NR^7$-NR^4R^5;

(3) tetrazolyl;

(4) imidazolyl;

(5) imidazoline-2-yl;

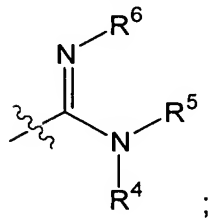
(6) 1,3,4-oxadiazoline-2-yl;

(7) 1,3-thiazoline-2-yl;

(8) 5-thioxo-4,5-dihydro-1,3,4-thiazoline-2-yl;

(9) 5-oxo-4,5-dihydro-1,3,4-oxadiazoline-2-yl; or

(10) a group of the formula



;

wherein each of R^1 , R^2 , R^3 , R^4 and R^5 is independently

(a) hydrogen,

(b) C_1-C_5 linear, branched, or cyclic alkyl,

(c) phenyl,

(d) C_1-C_3 phenyl-alkyl,

(e) up to per–halo substituted C_1-C_5 linear or branched alkyl, or

(f) $-(CH_2)_q$-X, where X is a 5 or 6 membered heterocyclic ring, containing at least one atom selected from oxygen, nitrogen and sulfur, which is saturated, partially

saturated, or aromatic, or a 8-10 membered bicyclic heteroaryl having 1-4 heteroatoms selected from the group consisting of O, N and S;

R^4 and R^5 may additionally be taken together to form a 5 or 6 membered aliphatic ring, which may be interrupted by an atom selected from N, O or S, optionally substituted with 1-3 substituents which are independently C_1-C_5 linear or branched alkyl, up to perhalo substituted C_1-C_5 linear or branched alkyl, C_1-C_3 alkoxy, hydroxy, oxo, carboxy, amino, C_1-C_3 alkylamino, C_1-C_6 dialkylamino, halogen, cyano, or nitro;

R^6 is independently
(a) hydrogen,
(b) C_1-C_5 linear, branched, or cyclic alkyl,
(c) cyano,
(d) nitro,
(e) up to per–halo substituted C_1-C_5 linear or branched alkyl. or
(f) -C(O)R^7, where R^7 is C_1-C_5 linear, branched, or cyclic alkyl;

R^7 is hydrogen or linear, branched, or cyclic C_1-C_5 alkyl;

q is an integer 0, 1, 2, 3, or 4 and

p is an integer 0, 1, or 2.

2) **(Original)** A compound of claim 1 wherein B is phenyl or pyridinyl, optionally substituted with 1-4 halogen.

3) **(Original)** A compound of claim 1 wherein L is –O- and B is phenyl or pyridinyl, optionally substituted with 1-4 halogen.

4) **(Original)** A compound of claim 1 wherein A is phenyl, naphthyl, indazolyl, quinolinyl, pyridyl, benzo[1,3]dioxolan-5-yl, 2,3-dihydro-benzo[1,4]dioxin-6-yl or 4H-benzo[1,3]dioxin-6-yl, optionally substituted with 1-4 substituents which are independently R^1 and halogen, L is –O- and B is phenyl, optionally substituted with 1-4 halogen.

5) **(Original)** A compound of claim 1

wherein A and B follow one of the following combinations:

A= phenyl and B= phenyl,

A= indazolyl and B= phenyl,

A= quinolinyl and B= phenyl,

A= 4H-benzo[1,3]dioxin-6-yl and B= phenyl;

A= phenyl and B= pyridyl,

A= indazolyl and B= pyridyl,

A= quinolinyl and B= pyridyl, or

A= 4H-benzo[1,3]dioxin-6-yl and B= pyridyl.

6) **(Original)** A compound which is

- N-[4-chloro-3-(trifluoromethyl)phenyl]-N'-(4-{[2-(hydrazinocarbonyl)pyridin-4-yl]oxy}phenyl)urea
- N-(4-{[2-(hydrazinocarbonyl)pyridin-4-yl]oxy}phenyl)-N'-(2,2,4,4-tetrafluoro-4H-1,3-benzodioxin-6-yl)urea
- N-[4-chloro-3-(trifluoromethyl)phenyl]-N'-[3-({2-[(2,2-dimethylhydrazino)carbonyl]pyridin-4-yl}oxy)phenyl]urea
- 4-{3-[({[4-chloro-3-(trifluoromethyl)phenyl]amino}carbonyl)amino]phenoxy}-N-piperidin-1-ylpyridine-2-carboxamide
- N-piperidin-1-yl-4-[3-({[(2,2,4,4-tetrafluoro-4H-1,3-benzodioxin-6-yl)amino]carbonyl}amino)phenoxy]pyridine-2-carboxamide
- 4-{3-[({[4-chloro-3-(trifluoromethyl)phenyl]amino}carbonyl)amino]phenoxy}-N-morpholin-4-ylpyridine-2-carboxamide
- N-morpholin-4-yl-4-[3-({[(2,2,4,4-tetrafluoro-4H-1,3-benzodioxin-6-yl)amino]carbonyl}amino)phenoxy]pyridine-2-carboxamide
- 4-[3-({[(1-methyl-1H-indazol-5-yl)amino]carbonyl}amino)phenoxy]-N-morpholin-4-ylpyridine-2-carboxamide
- N-[4-chloro-3-(trifluoromethyl)phenyl]-N'-(4-{[2-(1H-tetrazol-5-yl)pyridin-4-yl]oxy}phenyl)urea
- N-[4-chloro-3-(trifluoromethyl)phenyl]-N'-(4-{[2-(4,5-dihydro-1H-imidazol-2-yl)pyridin-4-yl]oxy}phenyl)urea
- N-[4-chloro-3-(trifluoromethyl)phenyl]-N'-(4-{[2-(1,3,4-oxadiazol-2-yl)pyridin-4-

yl]oxy}phenyl)urea

- N-[4-chloro-3-(trifluoromethyl)phenyl]-N'-(4-{[2-(4-methyl-1,3-thiazol-2-yl)pyridin-4-yl]oxy}phenyl)urea
- N-quinolin-6-yl-N'-(4-{[2-(5-thioxo-4,5-dihydro-1,3,4-thiadiazol-2-yl)pyridin-4-yl]oxy}phenyl)urea
- N-[4-chloro-3-(trifluoromethyl)phenyl]-N'-(4-{[2-(5-oxo-4,5-dihydro-1,3,4-oxadiazol-2-yl)pyridin-4-yl]oxy}phenyl)urea
- N-(4-{[2-(5-oxo-4,5-dihydro-1,3,4-oxadiazol-2-yl)pyridin-4-yl]oxy}phenyl)-N'-(2,2,4,4-tetrafluoro-4H-1,3-benzodioxin-6-yl)urea
- 4-{4-[({[4-chloro-3-(trifluoromethyl)phenyl]amino}carbonyl)amino]phenoxy}-N-methylpyridine-2-carboximidamide
- 4-{4-[({[4-chloro-3-trifluoromethyl)phenyl]amino}carbonyl)amino]phenoxy}pyridine-2-carboximidamide
- N-methyl-4-[4-({[(2,2,4,4-tetrafluoro-4H-1,3-benzodioxin-6-yl)amino]carbonyl}amino)phenoxy]pyridine-2-carboximidamide
- N-methyl-4-(4-{[(quinolin-6-ylamino)carbonyl]amino}phenoxy)pyridine-2-carboximidamide
- 4-{4-[({[4-chloro-3-(trifluoromethyl)phenyl]amino}carbonyl)amino]phenoxy}pyridine-2-carbothioamide
- 4-(4-{[(quinolin-6-ylamino)carbonyl]amino}phenoxy)pyridine-2-carbothioamide or
- 4-[4-({[(1-methyl-1H-indazol-5-yl)amino]carbonyl}amino)phenoxy]pyridine-2-carbothioamide

7) **(Original)** A pharmaceutical composition which comprises an effective amount of at least one compound of claim 1 and a physiologically acceptable carrier.

8) **(Withdrawn)** A method for treating or preventing a hyper-proliferative disorder in a human or other mammal comprising administering to a human or other mammal in need thereof a compound of claim 1.

9) **(Withdrawn)** A method for treating or preventing a hyper-proliferative disorder in a human or other mammal comprising administering to a human or other

mammal in need thereof a compound of claim 1 and an additional anti-proliferative agent.

10) **(Withdrawn)** A method for treating or preventing cancer in a human or other mammal comprising administering to a human or other mammal in need thereof a compound of claim 1 and a cytotoxic agent or cytostatic chemotherapeutic agent.

11) **(Withdrawn)** A method for treating or preventing a disease in a human or other mammal regulated by tyrosine kinase, associated with an aberration in the tyrosine kinase signal transduction pathway, comprising administering to a human or other mammal in need thereof a compound of claim 1.

12) **(Withdrawn)** A method for treating or preventing a disease in a human or other mammal mediated by the VEGF-induced signal transduction pathway, comprising administering to a human or other mammal in need thereof a compound of claim 1.

13) **(Withdrawn)** A method for treating or preventing a disease in a human or other mammal characterized by abnormal angiogenesis or hyperpermeability processes, comprising administering to a human or other mammal in need thereof a compound of claim 1.

14) **(Withdrawn)** A method for treating or preventing a disease in a human or other mammal characterized by abnormal angiogenesis or hyperpermeability processes, comprising administering to a human or other mammal in need thereof a compound of claim 1 simultaneously with another angiogenesis inhibiting agent in the same formulation or in separate formulations.

15) **(Withdrawn)** A method for treating or preventing one or more of the following conditions in humans and/or other mammals: tumor growth, retinopathy, ischemic retinal-vein occlusion, retinopathy of prematurity, age related macular degeneration; rheumatoid arthritis, psoriasis, a bolos disorder associated with subepidermal blister formation, including bullous pemphigoid, erythema multiforme,

or dermatitis herpetiformis, comprising administering to a human or other mammal in need thereof a compound of claim 1.

16) **(Withdrawn)** A method for treating or preventing one or more of the following conditions in humans and/or other mammals: tumor growth, retinopathy, diabetic retinopathy, ischemic retinal-vein occlusion, retinopathy of prematurity, age related macular degeneration; rheumatoid arthritis, psoriasis, bullous disorder associated with subepidermal blister formation, bullous pemphigoid, erythema multiforme, and dermatitis herpetiformis, in combination with an infectious disease selected from the group consisting of: tuberculosis, Helicobacter pylori infection during peptic ulcer disease, Chaga's disease resulting from Trypanosoma cruzi infection, effects of Shiga-like toxin resulting from E. coli infection, effects of enterotoxin A resulting from Staphylococcus infection, meningococcal infection, and infections from Borrelia burgdorferi, Treponema pallidum, cytomegalovirus, influenza virus, Theiler's encephalomyelitis virus, and the human immunodeficiency virus (HIV),

said method comprising administering to a human or other mammal in need thereof a compound of claim 1.

17) **(Withdrawn)** A method for treating or preventing diseases mediated by the VEGF-induced signal transduction pathway comprising administering a compound selected from the group consisting of:

- 4-{4-[3-(4-Chloro-3-trifluoromethyl-phenyl)-ureido]-phenoxy}-pyridine-2-carbothioic acid amide;
- 4-{3-[3-(2,2,4,4-Tetrafluoro-4H-benzo[1,3]dioxin-6-yl)-ureido]-phenoxy}-pyridine-2-carboxylic acid (1-piperidyl)-amide;
- 4-{3-[3-(2,2,4,4-Tetrafluoro-4H-benzo[1,3]dioxin-6-yl)-ureido]-phenoxy}-pyridine-2-carboxylic acid (4-morpholino)-amide;
- 4-{3-[3-(1-Methyl-1H-indazol-5-yl)-ureido]-phenoxy}-pyridine-2-carboxylic acid (4-morpholino)-amide;
- 4-{4-[3-(4-Chloro-3-trifluoromethyl-phenyl)-ureido]-phenoxy}-pyridine-2-carboxamidine;
- 1-(4-Chloro-3-trifluoromethyl-phenyl)-3-{4-[2-(1H-tetrazol-5-yl)-pyridinyl-4-oxy]-

phenyl}-urea;

- 1-(4-Chloro-3-trifluoromethyl-phenyl)-3-{4-[2-(4,5-dihydro-1H-imidazol-2-yl)-pyridinyl-4-oxy]-phenyl}-urea;
- 4-{4-[3-(4-Chloro-3-trifluoromethyl-phenyl)-ureido]-phenoxy}-N-methyl-pyridine-2-carboxamidine;

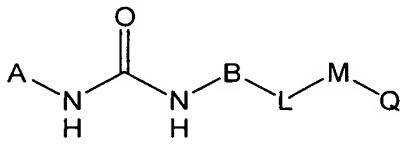
or a salt form, prodrug or metabolite thereof.

18) **(Withdrawn)** A method for treating or preventing cancer comprising administering a compound selected from the group consisting of:

- N-[4-chloro-3-(trifluoromethyl)phenyl]-N'-(4-{[2-(hydrazinocarbonyl)pyridin-4-yl]oxy}phenyl)urea
- N-(4-{[2-(hydrazinocarbonyl)pyridin-4-yl]oxy}phenyl)-N'-(2,2,4,4-tetrafluoro-4H-1,3-benzodioxin-6-yl)urea
- N-[4-chloro-3-(trifluoromethyl)phenyl]-N'-[3-({2-[(2,2-dimethylhydrazino)carbonyl]pyridin-4-yl}oxy)phenyl]urea
- 4-{3-[({[4-chloro-3-(trifluoromethyl)phenyl]amino}carbonyl)amino]phenoxy}-N-piperidin-1-ylpyridine-2-carboxamide
- N-piperidin-1-yl-4-[3-({[(2,2,4,4-tetrafluoro-4H-1,3-benzodioxin-6-yl)amino]carbonyl}amino)phenoxy]pyridine-2-carboxamide
- 4-{3-[({[4-chloro-3-(trifluoromethyl)phenyl]amino}carbonyl)amino]phenoxy}-N-morpholin-4-ylpyridine-2-carboxamide
- N-morpholin-4-yl-4-[3-({[(2,2,4,4-tetrafluoro-4H-1,3-benzodioxin-6-yl)amino]carbonyl}amino)phenoxy]pyridine-2-carboxamide
- 4-[3-({[(1-methyl-1H-indazol-5-yl)amino]carbonyl}amino)phenoxy]-N-morpholin-4-ylpyridine-2-carboxamide
- N-[4-chloro-3-(trifluoromethyl)phenyl]-N'-(4-{[2-(1H-tetrazol-5-yl)pyridin-4-yl]oxy}phenyl)urea
- N-[4-chloro-3-(trifluoromethyl)phenyl]-N'-(4-{[2-(4,5-dihydro-1H-imidazol-2-yl)pyridin-4-yl]oxy}phenyl)urea
- N-[4-chloro-3-(trifluoromethyl)phenyl]-N'-(4-{[2-(1,3,4-oxadiazol-2-yl)pyridin-4-yl]oxy}phenyl)urea
- N-[4-chloro-3-(trifluoromethyl)phenyl]-N'-(4-{[2-(4-methyl-1,3-thiazol-2-yl)pyridin-4-yl]oxy}phenyl)urea

- N-quinolin-6-yl-N'-(4-{[2-(5-thioxo-4,5-dihydro-1,3,4-thiadiazol-2-yl)pyridin-4-yl]oxy}phenyl)urea
- N-[4-chloro-3-(trifluoromethyl)phenyl]-N'-(4-{[2-(5-oxo-4,5-dihydro-1,3,4-oxadiazol-2-yl)pyridin-4-yl]oxy}phenyl)urea
- N-(4-{[2-(5-oxo-4,5-dihydro-1,3,4-oxadiazol-2-yl)pyridin-4-yl]oxy}phenyl)-N'-(2,2,4,4-tetrafluoro-4H-1,3-benzodioxin-6-yl)urea
- 4-{4-[({[4-chloro-3-(trifluoromethyl)phenyl]amino}carbonyl)amino]phenoxy}-N-methylpyridine-2-carboximidamide
- 4-{4-[({[4-chloro-3-(trifluoromethyl)phenyl]amino}carbonyl)amino]phenoxy}pyridine-2-carboximidamide
- N-methyl-4-[4-({[(2,2,4,4-tetrafluoro-4H-1,3-benzodioxin-6-yl)amino]carbonyl}amino)phenoxy]pyridine-2-carboximidamide
- N-methyl-4-(4-{[(quinolin-6-ylamino)carbonyl]amino}phenoxy)pyridine-2-carboximidamide
- 4-{4-[({[4-chloro-3-(trifluoromethyl)phenyl]amino}carbonyl)amino]phenoxy}pyridine-2-carbothioamide
- 4-(4-{[(quinolin-6-ylamino)carbonyl]amino}phenoxy)pyridine-2-carbothioamide
- 4-[4-({[(1-methyl-1H-indazol-5-yl)amino]carbonyl}amino)phenoxy]pyridine-2-carbothioamide, or a salt form, prodrug or metabolite thereof.

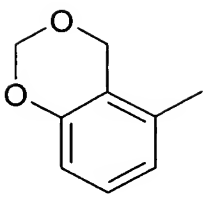
19) **(Currently Amended)** A compound of formula (I)



I

or a pharmaceutically acceptable salt~~, prodrug~~ or metabolite thereof, wherein

A is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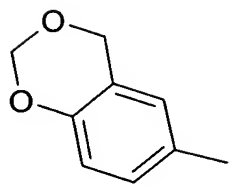
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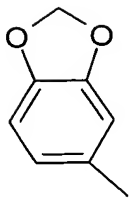
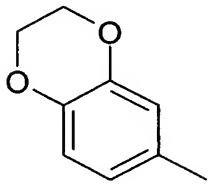

or


,

wherein A is optionally substituted with 1-4 substituents which are independently R^1, OR^1, $S(O)_pR^1$, $C(O)R^1$, $C(O)OR^1$, $C(O)NR^1R^2$, halogen, hydroxy, amino, cyano, or nitro;

B is phenyl, naphthyl, or pyridyl, optionally substituted with 1-4 substituents which are independently C_1-C_5 linear or branched alkyl, C_1-C_5 linear or branched haloalkyl, C_1-C_3 alkoxy, hydroxy, amino, C_1-C_3 alkylamino, C_1-C_6 dialkylamino, halogen, cyano, or nitro;

L is
(a) $-(CH_2)_m-O-(CH_2)_l-$,
(b) $-(CH_2)_m-(CH_2)_l-$,
(c) $-(CH_2)_m-C(O)-(CH_2)_l-$,
(d) $-(CH_2)_m-NR^3-(CH_2)_l-$,
(e) $-(CH_2)_m- NR^3C(O)-(CH_2)_l-$,
(f) $-(CH_2)_m-S-(CH_2)_l-$,
(g) $-(CH_2)_m-C(O)NR^3-(CH_2)_l-$, or
(h) a single bond;

m and l are integers independently selected from 0-4;

M is a pyridine ring, optionally substituted with 1-3 substituents which are independently C_1-C_5 linear or branched alkyl, C_1-C_5 linear or branched haloalkyl, C_1-C_3 alkoxy, hydroxy, amino, C_1-C_3 alkylamino, C_1-C_6 dialkylamino, halogen, or nitro;

Q is:

(1) $C(S)NR^4R^5$;

(2) $C(O)NR^7$-NR^4R^5;

(3) tetrazolyl;

(4) imidazolyl;

(5) imidazoline-2-yl;

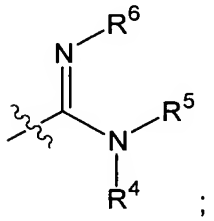
(6) 1,3,4-oxadiazoline-2-yl;

(7) 1,3-thiazoline-2-yl;

(8) 5-thioxo-4,5-dihydro-1,3,4-thiazoline-2-yl;

(9) 5-oxo-4,5-dihydro-1,3,4-oxadiazoline-2-yl; or

(10) a group of the formula



;

wherein each of R^1, R^2, R^3, R^4 and R^5 is independently

(a) hydrogen,

(b) C_1-C_5 linear, branched, or cyclic alkyl,

(c) phenyl,

(d) C_1-C_3 phenyl-alkyl,

(e) up to per–halo substituted C_1-C_5 linear or branched alkyl, or

(f) -$(CH_2)_q$-X, where X is a 5 or 6 membered heterocyclic ring, containing at least one atom selected from oxygen, nitrogen and sulfur, which is saturated, partially saturated, or aromatic, or a 8-10 membered bicyclic heteroaryl having 1-4 heteroatoms selected from the group consisting of O, N and S;

R^4 and R^5 may additionally be taken together to form a 5 or 6 membered aliphatic ring, which may be interrupted by an atom selected from N, O or S, optionally substituted with 1-3 substituents which are independently C_1-C_5 linear or branched alkyl, up to perhalo substituted C_1-C_5 linear or branched alkyl, C_1-C_3 alkoxy, hydroxy, oxo, carboxy, amino, C_1-C_3 alkylamino, C_1-C_6 dialkylamino, halogen, cyano, or nitro;

R^6 is independently
(a) hydrogen,
(b) C_1-C_5 linear, branched, or cyclic alkyl,
(c) cyano,
(d) nitro,
(e) up to per–halo substituted C_1-C_5 linear or branched alkyl. or
(f) -C(O)R^7, where R^7 is C_1-C_5 linear, branched, or cyclic alkyl;

R^7 is hydrogen or linear, branched, or cyclic C_1-C_5 alkyl;

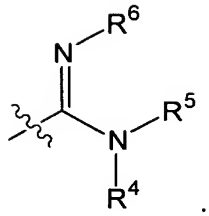
q is an integer 0, 1, 2, 3, or 4 and

p is an integer 0, 1, or 2.

20) **(Original)** A compound of claim 19 wherein B is phenyl or pyridinyl, optionally substituted with 1-4 halogen.

21) **(Original)** A compound of claim 19 wherein L is –O- and B is phenyl or pyridinyl, optionally substituted with 1-4 halogen.

22) **(Original)** A compound as in claim 19 wherein B is phenyl or pyridyl, L is -O-,
M a pyridine ring substituted only by Q, and Q is
C(S)NR^4R^5;
C(O)NR^7-NR^4R^5;
or
a group of the formula



with each of R^4 and R^5, independently:

(a) hydrogen,

(b) C_1-C_5 linear, branched, or cyclic alkyl,

(c) phenyl,

(d) C_1-C_3 phenyl-alkyl,

(e) up to per–halo substituted C_1-C_5 linear or branched alkyl, or

(f) $-(CH_2)_q$-X, where the substituent X is pyridinyl and the variable q is preferably an integer 0 or 1, and

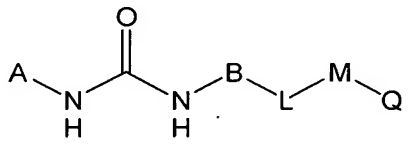
R^6 is:

(a) hydrogen,

(b) C_1-C_5 linear, branched, or cyclic alkyl, or

(c) cyano.

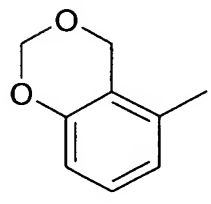
23) (**Currently Amended**) A compound of formula (I)



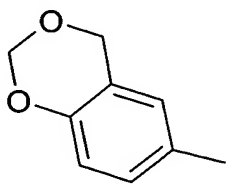
I

or a pharmaceutically acceptable salt~~, prodrug~~ or metabolite thereof, wherein

A is



or



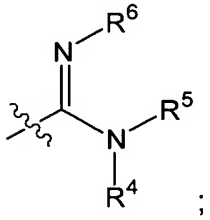
wherein A is optionally substituted with 1-4 substituents which are independently R^1, OR^1, or halogen;

B is phenyl or pyridinyl, optionally substituted with 1-4 substituents which are independently C_1-C_5 linear or branched alkyl, C_1-C_5 linear or branched haloalkyl, C_1-C_3 alkoxy, hydroxy, amino, C_1-C_3 alkylamino, C_1-C_6 dialkylamino, halogen, cyano, or nitro,

L is -O-,

M is a pyridine ring,

Q is:
(1) $C(S)NR^4R^5$;
(2) $C(O)NR^7$-NR^4R^5;
(3) tetrazolyl;
(4) imidazolyl;
(5) imidazoline-2-yl;
(6) 1,3,4-oxadiazoline-2-yl;
(7) 1,3-thiazoline-2-yl;
(8) 5-thioxo-4,5-dihydro-1,3,4-thiazoline-2-yl;
(9) 5-oxo-4,5-dihydro-1,3,4-oxadiazoline-2-yl; or
(10) a group of the formula



;

wherein each of R^1, R^4 and R^5 is independently
(a) hydrogen,
(b) C_1-C_5 linear, branched, or cyclic alkyl,
(c) phenyl,
(d) C_1-C_3 phenyl-alkyl,
(e) up to per–halo substituted C_1-C_5 linear or branched alkyl, or
(f) $-(CH_2)_q$-X, where X is a 5 or 6 membered heterocyclic ring, containing at least one atom selected from oxygen, nitrogen and sulfur, which is saturated, partially

saturated, or aromatic, or a 8-10 membered bicyclic heteroaryl having 1-4 heteroatoms selected from the group consisting of O, N and S;

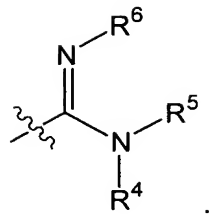
R^4 and R^5 may additionally be taken together to form a 5 or 6 membered aliphatic ring, which may be interrupted by an atom selected from N, O or S, optionally substituted with 1-3 substituents which are independently C_1-C_5 linear or branched alkyl, up to perhalo substituted C_1-C_5 linear or branched alkyl, C_1-C_3 alkoxy, hydroxy, oxo, carboxy, amino, C_1-C_3 alkylamino, C_1-C_6 dialkylamino, halogen, cyano, or nitro;

R^6 is independently
(a) hydrogen,
(b) C_1-C_5 linear, branched, or cyclic alkyl,
(c) cyano,
(d) nitro,
(e) up to per–halo substituted C_1-C_5 linear or branched alkyl. or
(f) -C(O)R^7, where R^7 is C_1-C_5 linear, branched, or cyclic alkyl;

R^7 is hydrogen or linear, branched, or cyclic C_1-C_5 alkyl;
q is an integer 0, 1, 2, 3, or 4 and
p is an integer 0, 1, or 2.

24) **(Original)** A compound of claim 23 wherein B is phenyl or pyridinyl, substituted with 1-4 halogen.

25) **(Original)** A compound as in claim 23 wherein
M a pyridine ring substituted only by Q, and Q is
C(S)NR^4R^5;
C(O)NR^7-NR^4R^5;
or
a group of the formula



with each of R^4 and R^5, independently:

(a) hydrogen,

(b) C_1-C_5 linear, branched, or cyclic alkyl,

(c) phenyl,

(d) C_1-C_3 phenyl-alkyl,

(e) up to per–halo substituted C_1-C_5 linear or branched alkyl, or

(f) $-(CH_2)_q$-X, where the substituent X is pyridinyl and the variable q is preferably an integer 0 or 1, and

R^6 is:

(a) hydrogen,

(b) C_1-C_5 linear, branched, or cyclic alkyl, or

(c) cyano.

26) **(New)** A prodrug of a compound of formula I of claim 1.

27) **(New)** A prodrug of a compound of formula I of claim 19.

28) **(New)** A prodrug of a compound of formula I of claim 23.

29) (**New**) An ester derivative of a compound of formula I of claim 1.

30) **(New)** An ester derivative of a compound of formula I of claim 10.